

DISH Network CORP
Form 4
December 10, 2013

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Dodge R Stanton

(Last) (First) (Middle)

9601 S. MERIDIAN BLVD.

(Street)

ENGLEWOOD, CO 80112

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
DISH Network CORP [DISH]

3. Date of Earliest Transaction
(Month/Day/Year)
12/06/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP, Gen Counsel and Sec

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Class A Common Stock | 12/06/2013 | | M ⁽¹⁾ | | 5,000 | A | \$ 22.46 |
| Class A Common Stock | 12/06/2013 | | M ⁽¹⁾ | | 5,000 | A | \$ 20.79 |
| Class A Common Stock | 12/06/2013 | | M ⁽¹⁾ | | 12,500 | A | \$ 19.55 |
| Class A Common | 12/06/2013 | | M ⁽¹⁾ | | 50,000 | A | \$ 31.28 |
| | | | | | | | 5,186 ⁽²⁾ |
| | | | | | | | 10,186 ⁽²⁾ |
| | | | | | | | 22,686 ⁽²⁾ |
| | | | | | | | 72,686 ⁽²⁾ |

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| | | | | | | | | | |
|----------------------------|------------|--|------------------|---------|---|-------------------------|------------------------|---|------------------|
| Stock | | | | | | | | | |
| Class A Common Stock | 12/06/2013 | | M ⁽¹⁾ | 52,500 | A | \$ 6.32 | 125,186 ⁽²⁾ | D | |
| Class A Common Stock | 12/06/2013 | | M ⁽¹⁾ | 30,000 | A | \$ 11.44 | 155,186 ⁽²⁾ | D | |
| Class A Common Stock | 12/06/2013 | | M ⁽¹⁾ | 20,000 | A | \$ 21.59 | 175,186 ⁽²⁾ | D | |
| Class A Common Stock | 12/06/2013 | | S ⁽¹⁾ | 175,000 | D | \$ 55 ⁽³⁾ | 186 ⁽²⁾ | D | |
| Class A Common Stock | | | | | | | 3,094 | I | I ⁽⁴⁾ |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Employee Stock Option (Right to Buy) | \$ 22.46 | 12/06/2013 | | M ⁽¹⁾ | 5,000 | ⁽⁵⁾ 03/31/2014 | Class A Common Stock | 5,000 |
| Employee Stock Option (Right to Buy) | \$ 20.79 | 12/06/2013 | | M ⁽¹⁾ | 5,000 | ⁽⁶⁾ 06/30/2014 | Class A Common Stock | 5,000 |

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Securities and Exchange Commission, the issuer, or a security holder of the issuer

- (4) By 401(k).
- (5) The shares underlying the option vest at the rate of 20% per year, commencing on March 31, 2005.
- (6) The shares underlying the option vest at the rate of 20% per year, commencing on June 30, 2005.
- (7) The shares underlying the option vest at the rate of 20% per year, commencing on March 31, 2006.
- (8) The shares underlying the option vest at the rate of 20% per year, commencing on June 30, 2008.
- (9) The grant is subject to achievement of certain performance criteria prior to December 31, 2015 and will vest based on achievement of such criteria. The performance criteria are not tied to the market price of the Issuer's securities.
- (10) The shares underlying the option vest at the rate of 20% per year, commencing on June 30, 2010.
- (11) The shares underlying the option vest at the rate of 20% per year, commencing on March 31, 2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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